

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:	)	In Proceedings Under Chapter 11
)	
THERMADYNE HOLDINGS	)	Case No. 01-52840-399
CORPORATION, et al.,)	
	)	Motion for Estimation – Docket #700
	)	Motion to Approve Settlement – Docket #1278
)	
Reorganized Debtors.	)	HONORABLE BARRY S. SCHERMER UNITED
	)	STATES BANKRUPTCY JUDGE
)	
	)	AMENDED AND SUPERSEDING ORDER
	)	(1) APPROVING AND ENTERING
	)	SETTLEMENT AGREEMENT BETWEEN
	)	STOODY COMPANY AND THE UNITED
	)	STATES; (2) ALLOWING EPA’S CLAIM AS
	)	A GENERAL UNSECURED CLAIM FOR
	)	\$413,540; (3) DISALLOWING THE CLAIM
	)	OF NORTHROP GRUMMAN SPACE &
	)	MISSIONS CORP (f/k/a TRW, INC.); AND
	)	(4) RESOLVING STOODY COMPANY’S
	)	MOTION FOR ESTIMATION #700

At St. Louis, in this District, this matter having come before the Court on the United States’ Motion to Enter Settlement Agreement (the “United States’ Motion”), Stoody Company’s Motion to Estimate Claims (the “Stoody Motion”) and Stoody Company’s Memorandum in Support of the United States’ Motion to Enter Settlement Agreement to Resolve Stoody’s Motion #700 to Estimate Claims of the United States and Northrop Grumman (collectively, the “Motions”), due and adequate notice of the Motions and the hearing thereon having been given, the Court having considered the requested relief, the record and the statements all parties-in-interest, the parties having agreed to the relief set forth herein, the Court being fully advised in the premises, and for good cause shown,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. This Order shall amend and supersede the Court's June 2, 2005 order styled "Order (1) Approving and Entering settlement Agreement Between Stooddy Company and the United States; (2) Allowing EPA's Claim as a General Unsecured Claim for \$413,500; (3) Disallowing the Claim of Northrop Grumman Space & Missions Corp. (f/k/a TRW, Inc.); and (4) Resolving Stooddy Company's Motion for Estimation #700."


2. This Court approves and enters the settlement agreement proposed by the United States and Stooddy Company, which was lodged with this Court on August 22, 2003.

2. Proof of Claim #2354, filed by the United States, is allowed as a general unsecured claim against Stooddy Company in the amount of \$413,540. Except to the extent hereinbefore stated, said claim is disallowed.

3. Proof of Claim #2293, filed by TRW, Inc. (n/k/a Northrop Grumman Space & Mission Systems Corp.), is disallowed.

4. Stooddy Company's Motion for Estimation #700, filed on February 28, 2003, is resolved as stated above and this matter is concluded.

DATED: June 28, 2005
St. Louis, Missouri


Barry S. Schermer
United States Bankruptcy Judge

DISTRIBUTION LIST

Thermadyne Holdings Corporation, et al.
Attention: Vice President and General Counsel
16052 Swingley Ridge Road
Suite 300
Chesterfield, Missouri 63017

Gregory D. Willard, Esq.
Lloyd A. Palans, Esq.
David M. Unseth, Esq.
Bryan Cave LLP
One Metropolitan Square
211 North Broadway
Suite 3600-THC
St. Louis, Missouri 63102-2750

Alan B. Miller, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153

Stephen A. Youngman, Esq.
Weil, Gotshal & Manges LLP
100 Crescent Court, Suite 1300
Dallas, Texas 75201

Leonora S. Long, Esq.
Office of the United States Trustee
Thomas F. Eagleton U.S. Courthouse
111 South Tenth Street, Suite 6353
St. Louis, Missouri 63102

Scott Talmadge, Esq.
Clifford Chance Rogers & Wells LLP
200 Park Avenue
New York, New York 10166-0153

Steven N. Cousins, Esq.
Armstrong Teasdale LLP
One Metropolitan Square, Suite 2600
211 North Broadway
St. Louis, Missouri 63102-2740

David A. Warfield, Esq.
Husch & Eppenberger, LLC
190 Carondelet Plaza, Suite 600
St. Louis, Missouri 63105-3441

Edward S. Weisfelner, Esq.
Brown Rudnick Berlack Israels LLP
120 West 45th Street
New York, New York 10036

Michael Clithero, Esq.
Blackwell Sanders Peper Martin
720 Olive Street, 24th Floor
St. Louis, MO 63101

Christian Volz, Esq.
McKenna Long & Aldridge LLP
One Market Street, Ste. 3500
San Francisco, CA 94105

Benjamin Fisherow Esq.
Elizabeth Kroop, Esq.
Environmental Enforcement Section
Environmental and Natural Resources Division
U.S. Department of Justice
P.O. Box 7611
Washington, D.C. 20044